

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF
MARCH 31, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Contract and Leases listed on **Schedule 1** attached hereto are hereby rejected as of March 31, 2025 (the “**Rejection Date**”).

2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
1	Big Lots, Inc.	MEDITERRANEAN SHIPPING COMPANY S.A.	40, Avenue Eugène Pittard	Genève	GE		Switzerland	Service Contract	3/31/2025
2	Big Lots, Inc.	MEDITERRANEAN SHIPPING COMPANY S.A.	40, Avenue Eugène Pittard	Genève	GE		Switzerland	Service Contract	3/31/2025
3	Big Lots, Inc.	MEDITERRANEAN SHIPPING COMPANY S.A.	40, Avenue Eugène Pittard	Genève	GE		Switzerland	Service Contract	3/31/2025
4	Big Lots, Inc.	Mediterranean Shipping Company S.A.	40, Avenue Eugène Pittard	Geneva	Geneva		Switzerland	Service Contract	3/31/2025
5	Big Lots, Inc.	Mediterranean Shipping Company S.A.	40, Avenue Eugène Pittard	Geneva	GE		Switzerland	Service Contract	3/31/2025
6	Big Lots, Inc.	Mediterranean Shipping Company S.A.	40, Avenue Eugène Pittard	Geneva	GE	1206	Switzerland	Service Contract	3/31/2025
7	Big Lots, Inc.	Mediterranean Shipping Company S.A.	40, Avenue Eugène Pittard	Geneva	GE	1206	Switzerland	Service Contract	3/31/2025
8	Big Lots, Inc.	Micro Focus Software Inc.	1800 Novell Pl	Provo	UT	84606-6101	USA	Services Agreement	3/31/2025
9	Big Lots Stores, LLC	Mobile Mini, Inc.	Suite 400, 4646 E Van Buren Street	Phoenix	AZ	85008	USA	Master Equipment Lease Agreement	3/31/2025
10	Big Lots, Inc.	mobile mini, Inc.	Suite 400, 4646 E Van Buren Street	Phoenix	AZ	85008	USA	Master Equipment Lease Agreement	3/31/2025
11	Big Lots, Inc.	MSC Mediterranean Shipping Company S.A.	40, Ave Eugene Pittard	Geneva	GE	1206	Switzerland	Service Contract	3/31/2025
12	Big Lots, Inc.	MTI Inc.	580 DIVISION STREET	ELIZABETH	NJ	07201-2003	USA	Services Agreement	3/31/2025
13	Big Lots, Inc.	MXD Group, Inc.	7795 Walton Parkway	New Albany	OH	43054	USA	Second Amendment to Transportation & Delivery Services Agreement	3/31/2025
14	Big Lots, Inc.	MXD GROUP, Inc.	7795 Walton Parkway	New Albany	OH	43054	USA	Transportation and Delivery Services Agreement	3/31/2025
15	Big Lots, Inc.	MXD Group, Inc.	7795 Walton Parkway	New Albany	OH	43054	USA	Statement of Work for Hub and Spoke Logistics Pilot	3/31/2025
16	Big Lots, Inc.	MXD Group, Inc.	7795 Walton Parkway	New Albany	OH	43054	USA	Letter of Understanding for Transportation and Delivery Services	3/31/2025
17	Big Lots eCommerce LLC	MXD Group, Inc.	7795 Walton Parkway	New Albany	OH	43054	USA	Statement of Work for Transportation and Delivery Services	3/31/2025
18	Big Lots Stores, LLC	NAS RECRUITMENT INNOVATION, INC.	PO BOX 781315	PHILADELPHIA	PA	17178-1315	USA	Amendment to Scope of Work for ACTIVATE Renewal	3/31/2025
19	Big Lots, Inc.	NewEnergy	350 South Grand Avenue, Suite 2950	Los Angeles	CA	90071	USA	Pricing Schedule under Master Electricity Supply Agreement	3/31/2025
20	Big Lots, Inc.	NRG Energy, Inc.	910 Louisiana	Houston	TX	77002	USA	Confidentiality Agreement	3/31/2025
21	Big Lots, Inc.	NRG Energy, Inc.	910 Louisiana	Houston	TX	77002	USA	Confidentiality Agreement	3/31/2025
22	Big Lots, Inc.	NRG Energy, Inc.	910 Louisiana	Houston	TX	77002	USA	Guaranty Agreement	3/31/2025
23	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
24	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
25	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
26	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025

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27	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
28	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
29	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Service Contract	3/31/2025
30	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
31	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
32	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
33	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
34	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
35	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
36	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
37	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
38	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Service Contract	3/31/2025
39	Big Lots Stores, LLC	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Ocean Carrier Service Contract	3/31/2025
40	Big Lots, Inc.	Ocean Network Express Pte. Ltd.	8730 Stony Point Parkway	Richmond	VA	23235	USA	Service Contract	3/31/2025
41	Consolidated Property Holdings, LLC	OOCL	4141 Hacienda Drive	Pleasanton	CA	94588	USA	Amendment to Service Contract	3/31/2025
42	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
43	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
44	Big Lots, Inc.	Orient Overseas Container Line Limited	3 L/F, Harbour Centre	Wanchai	Hong Kong		Hong Kong	Service Contract	3/31/2025
45	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
46	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
47	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai	Hong Kong	IP10 ONE	U.K.	Confidentiality Agreement	3/31/2025
48	Big Lots, Inc.	Orient Overseas Container Line Limited	3 L/F, Harbour Centre	Wanchai	Hong Kong		Hong Kong	Service Contract	3/31/2025
49	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
50	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Wanchai			Hong Kong	Service Contract	3/31/2025
51	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
52	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F. Hachour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025

No.	Debtor	Contract Counterparty	Contract Counterparty Address	City	State	Zip	Country	Rejected Agreement/Lease	Rejection Effective Date
53	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
54	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
55	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
56	Big Lots, Inc.	Orient Overseas Container Line Limited	3M/F, Harbour Centre	Hong Kong			Hong Kong	Service Contract	3/31/2025
57	Big Lots, Inc.	Orient Overseas Container Line Limited	3 L/F, Harbour Centre	Wanchai	Hong Kong		Hong Kong	Amendment to Service Contract	3/31/2025
58	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
59	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
60	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
61	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
62	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
63	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Hong Kong			Hong Kong	Service Contract	3/31/2025
64	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
65	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre	Wanchai	Hong Kong		Hong Kong	Amendment to Service Contract	3/31/2025
66	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
67	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai, Hong Kong	Wanchai	Hong Kong		Hong Kong	Service Contract	3/31/2025
68	Big Lots, Inc.	Orient Overseas Container Line Limited	31/F, Harbour Centre	Hong Kong			Hong Kong	Service Contract for Container Transportation	3/31/2025
69	Consolidated Property Holdings, LLC	Orient Overseas Container Line Limited	31/F, Harbour Centre Wanchai	Hong Kong			Hong Kong	Service Contract	3/31/2025
70	Big Lots Stores, LLC	Orient Overseas Container Line Limited	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
71	Big Lots Stores, LLC	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
72	Big Lots Stores, LLC	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
73	Big Lots Stores, LLC	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
74	Big Lots Stores, LLC	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Hong Kong			United Kingdom	Ocean Carrier Service Contract	3/31/2025
75	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
76	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai	Hong Kong		Hong Kong	Amendment to Service Contract	3/31/2025
77	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
78	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025

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80	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
81	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
82	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
83	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
84	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
85	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
86	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
87	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
88	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
89	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
90	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
91	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
92	Big Lots Stores, LLC	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai, Hong Kong	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
93	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
94	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
95	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Service Contract	3/31/2025
96	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
97	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre	Wanchai	N/A	N/A	Hong Kong	Amendment to Service Contract	3/31/2025
98	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Wanchai			Hong Kong	Amendment to Service Contract	3/31/2025
99	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025
100	Big Lots, Inc.	Orient Overseas Container Line Limited and OOCL	31/F, Harbour Centre, Wanchai	Hong Kong			Hong Kong	Amendment to Service Contract	3/31/2025